Montrose Chemical Corporation of California

830 Post Road East
Westport, Connecticut 06880 • (203) 222-1861
FAX (203) 221-0234

March 1, 1993

RECEIVED

MAR 25 1993

MDC LAW WEST COAST

David Cohen, Esq. McDonnell Douglas Corporation 10775 Business Center Drive Bldg. 206-1 Cypress, California 90630

Re:

Montrose Chemical Corporation of California/McDonnell Douglas

Corporation--Access Agreement

Dear Mr. Cohen:

This will confirm that Montrose Chemical Corporation of California ("Montrose") and McDonnell Douglas Corporation ("MDC") have agreed to extend for one (1) year that certain Access Agreement between the parties and that certain Closure Agreement between the parties, both agreements dated March 15, 1990. All other terms and conditions of the existing Access Agreement, Closure Agreement, and amendments shall remain in full force and effect.

Very truly yours,

MONTROSE CHEMICAL CORPORATION OF

CALIFORNIA

Frank Bachman

Vice President and General Manager

ACCEPTED AND AGREED:

MCDONNELL DOUGLAS CORPORATION

By:

Name:

Stephen C. Bisset

Title:

General Manager - Facilities

Douglas Aircraft Company

Date:

March 18, 1993

SD38\WP51\